

Exhibit 321

(Filed Under Seal)

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* C O N F I D E N T I A L *

UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK

THE PEOPLE OF THE STATE OF NEW YORK, by
and through ERIC T. SCHNEIDERMAN, Attorney
General of the State of New York,
Plaintiff,
-against-
ACTAVIS, PLC and FOREST LABORATORIES, LLC,
Defendants.

Civil Action File No. 14-CV-7473

October 31, 2014
9:42 a.m.

DEPOSITION of STEVEN FERRIS,
taken by Plaintiff, pursuant to Notice,
held at the offices of WHITE & CASE, LLP,
1155 Avenue of the Americas, New York, New
York before Wayne Hock, a Notary Public of
the State of New York.

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<p style="text-align: right;">2</p> <p>1 2 APPEARANCES: 3 4 STATE OF NEW YORK OFFICE OF THE ATTORNEY GENERAL ERIC T. SCHNEIDERMAN 5 Attorneys for Plaintiff 120 Broadway 6 New York, New York 10271 7 BY: ELINOR HOFFMANN, ESQ. elinor.hoffmann@ag.ny.gov 8 JOSEPH ANTEL, ESQ. joseph.antel@ag.ny.gov 9 10 WHITE & CASE, LLP Attorneys for Defendants 1155 Avenue of the Americas 11 New York, New York 10036 12 BY: EILEEN COLE, ESQ. ecole@whitecase.com 13 JAYASHREE MITRA, ESQ. jmitra@whitecase.com 14 15 ALSO PRESENT: 16 17 JAMES ROBERTS, Videographer 18 RYAN COLETTI 19 * * * 20 21 22 23 24 25</p>	<p style="text-align: right;">3</p> <p>1 2 THE VIDEOGRAPHER: Good morning. 3 We're now on the record. 4 Please note that the microphones 5 are sensitive and may pick up 6 whispering and private conversations. 7 Please turn off all cell phones 8 or place them away from the 9 microphones as they can interfere with 10 the deposition audio. 11 Recording will continue until 12 all parties agree to go off the 13 record. 14 My name is Jim Roberts 15 representing Veritext with offices in 16 New York City, New York. 17 Today's date is October 31, 18 20134. The time is approximately 9:42 19 a.m. 20 This deposition is being held at 21 White and Case located at 1155 Avenue 22 of the Americas, New York City, New 23 York and is being taken by counsel for 24 the plaintiff. 25 The caption of the case is the</p>
<p style="text-align: right;">4</p> <p>1 2 People of the State of New York versus 3 Actavis PLC and Forest Laboratories, 4 LLC. The case is filed in the U.S. 5 District Court Southern District of 6 New York, case number 14-CV-7473. 7 The name of the witness is Dr. 8 Steven Ferris. 9 Counsel will please state their 10 appearances for the record. 11 MS. HOFFMANN: Elinor Hoffmann, 12 deputy bureau chief of the antitrust 13 bureau, New York Attorney General's 14 Office. 15 MR. ANTEL: Joseph Antel also 16 with the New York Attorney General's 17 Office. 18 MS. COLE: Eileen Cole, White and 19 Case, representing the witness and 20 Actavis and Forest. 21 MS. MITRA: Jayashree Mitra 22 representing the witness and Actavis 23 and Forest. 24 MR. COLETTI: Ryan Coletti from 25 Actavis and Forest.</p>	<p style="text-align: right;">5</p> <p>1 2 THE VIDEOGRAPHER: Our court 3 reporter Wayne Hock also of Veritext 4 will please swear in the witness. 5 STEVEN FERRIS, having 6 been first duly sworn by a 7 Notary Public of the State of 8 New York, upon being 9 examined, testified as follows: 10 EXAMINATION BY 11 MS. HOFFMANN: 12 Q. Good morning, Dr. Ferris. My 13 name is Elinor Hoffmann. I'll be asking 14 you questions today. 15 Could you please state your name 16 and address for the record, please. 17 18 19 Q. Okay. 20 Dr. Ferris, this is a 21 deposition. You are under oath. The 22 court reporter is taking down your every 23 word. Please be careful to speak up. 24 If you don't understand a 25 question that I ask, please ask me to</p>

2 (Pages 2 to 5)

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106

1 S. Ferris -- CONFIDENTIAL
 2 donepezil is the most widely used CI; is
 3 that correct?
 4 A. Yes, I believe that's correct
 5 based on general information, general
 6 knowledge in the field, but I couldn't
 7 talk to specifics.
 8 Q. And I believe you also told me
 9 that the CIs generally work using the same
 10 mechanism; is that correct?
 11 MS. COLE: Objection. Misstates
 12 prior testimony.
 13 A. I don't think it would be
 14 correct to say they use the same
 15 mechanism. They generally work with
 16 respect to similar mechanisms but there
 17 are subtleties. They're not the same,
 18 their receptor targets, so some have
 19 slightly different breadth of effect on
 20 different neurochemical systems or
 21 subsystems. But they all have -- they
 22 share a common effect in inhibiting
 23 acetylcholinesterase, but they're not by
 24 any means the same.
 25 Q. Why would a physician, based on

108

1 S. Ferris -- CONFIDENTIAL
 2 years and several years after that onto
 3 the market, they were twice-a-day dosing.
 4 And so Aricept had a big leg up in terms
 5 of significant advantages in terms of
 6 dosing which were, you know, universally
 7 understood by prescribers and users.
 8 The other reason is that these
 9 drugs, because they're biochemically
 10 different, vary in their extent of typical
 11 cholinesterase inhibitor side effects
 12 which are GI side effects, GI system side
 13 effects related to causing some degree of
 14 nausea, sometimes vomiting, and also
 15 diarrhea.
 16 So those are the sort of three
 17 kind of typical side effects of this type
 18 of compound and it has to do with
 19 peripheral cholinergic effects as opposed
 20 to brain cholinergic effects, at least
 21 that's the belief about why you get those
 22 side effects.
 23 So Aricept for, for a whole
 24 bunch of reasons which I went get into,
 25 historically in its original form was

107

1 S. Ferris -- CONFIDENTIAL
 2 your observations, your knowledge of the
 3 area, choose donepezil over let's say
 4 rivastigmine?
 5 MS. COLE: Objection. Vague.
 6 A. Well, there are a number of
 7 things that have to be more specific. You
 8 have to examine that question in the
 9 context of what period of time you're
 10 talking about because there's been an
 11 evolution in the formulations of some of
 12 these compounds over a fair amount of
 13 time.
 14 Q. Let's say currently.
 15 A. Currently?
 16 The reason I say that is because
 17 the original reason why Aricept was so
 18 successful compared to the others, apart
 19 from the fact that it was a little earlier
 20 onto the market by several years, was the
 21 dosing regimen. So that the Aricept from
 22 the beginning was long acting and was
 23 dosed once per day whereas the only two
 24 cholinesterase inhibitors as they
 25 sequentially came on the market several

109

1 S. Ferris -- CONFIDENTIAL
 2 noticeably less significant in regard to
 3 those kinds of side effects. So for those
 4 two reasons, it has the same side effects
 5 but a milder version of those side effects
 6 but particular because of the once-a-day
 7 dosing, which I think was quite
 8 significant, it led it to be by far the
 9 market leader.
 10 Now, of course what's happened
 11 over the years is the other two compounds
 12 were subsequently developed in different
 13 dosing administration versions such that
 14 they, too, are now once a day.
 15 So each of those drugs in the
 16 current usage are once-a-day
 17 administrations.
 18 Q. I'm going to ask you about that.
 19 So when Aricept was launched,
 20 was rivastigmine already on the market?
 21 A. No, it was not.
 22 Q. Was galantamine already on the
 23 market?
 24 A. No, it was not.
 25 Q. And when was rivastigmine

28 (Pages 106 to 109)

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